

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

IGT,)
)
Plaintiff,)
)
v.) C.A. No. 06-282 (KAJ)
)
BALLY GAMING INTERNATIONAL,)
INC., BALLY TECHNOLOGIES, INC.,)
and BALLY GAMING, INC.,)
)
Defendants.)

**DECLARATION OF MARK A. LIPPARELLI
IN SUPPORT OF BALLY'S MOTION TO TRANSFER**

I, Mark A. Lipparelli, hereby declare as follows:

1. I am the Executive Vice President of Operations at Bally Technologies, Inc. I have personal knowledge of the facts set forth in this declaration and, if called upon as a witness, I could and would testify to such facts under oath.
2. Bally Gaming, Inc. ("Bally Gaming") is a Nevada corporation registered to do business in Delaware. Bally Gaming designs, manufactures, operates and distributes gaming machines and computerized monitoring systems for gaming machines. Bally Gaming's total operations in Delaware consist of eleven service technicians, one supervisor and 468 square feet of storage space. Bally Gaming handles all sales and leases in Delaware through its offices in New Jersey and Pennsylvania. Bally Gaming's only sale of Power Bonusing technology in Delaware was a single sale to Dover Downs, located in Dover, Delaware. In fiscal year 2005, Bally Gaming's revenue from all activities in Delaware was less than 1% of Bally Gaming's total revenue.

3. Bally Gaming has numerous customers in Nevada. Bally Gaming has sold computerized monitoring systems for gaming machines to several casinos in Nevada.

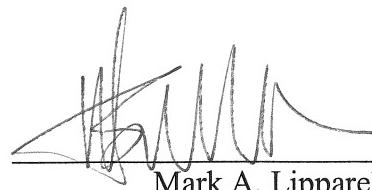
4. Bally Technologies, Inc. ("Bally Technologies") and Bally Gaming International, Inc. ("Bally Gaming International") are both holding companies. Bally Technologies is a Nevada corporation and conducts no business. Bally Gaming International is a Delaware corporation and conducts no business. Bally Technologies owns 100% of Alliance Holding Company, which owns 100% of Bally Gaming International, which owns 100% of Bally Gaming.

5. On March 13, 2006, Alliance Gaming Corporation changed its name to Bally Technologies, Inc.

6. Michael LeStrange is a former Bally Gaming employee currently residing in Nevada who has knowledge regarding prior art at issue in this action.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: June 1, 2006



Mark A. Lipparelli

CERTIFICATE OF SERVICE

I, Karen Jacobs Louden, hereby certify that on June 1, 2006 I electronically filed the Declaration of Mark A. Lipparelli in Support of Bally's Motion to Transfer with the Clerk of the Court using CM/ECF, which will send notification of such filing(s) to the following:

William J. Wade
Richards, Layton & Finger

and that I also caused copies to be served upon the following in the manner indicated:

BY HAND

William J. Wade
Richards, Layton & Finger
One Rodney Square
P.O. Box 551
Wilmington, DE 19801

BY FEDERAL EXPRESS

David P. Enzlinger
O'Melveny & Myers LLP
610 Newport Center Drive
Newport Beach, CA 92660

/s/ Karen Jacobs Louden
Karen Jacobs Louden (#2881)
klouden@mnat.com